Part 6

The contact person

Kenneth Jacobi, Secretary,
1020 N.W. 163rd Drive Miami, Florida 33169
Tel. (305) 468-1075 Fax. (305) 468-8509
kjacobi@regnumgroup.com

OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

AUGUST 20, 2001 0059082-7

LEXIS DOCUMENT SERVICES INC
801 ADLAI STEVENSON DRIVE
SPRINGFIELD, IL 62703-0000

RE INTELLIGENT SWITCHING AND SOFTWARE, LLC

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND AN APPROVED APPLICATION OF ADMISSION.

THE LIMITED LIABILITY COMPANY MUST FILE AN ANNUAL REPORT PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SINCERELY YOURS,

Jesse White

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
LIMITED LIABILITY COMPANY DIVISION
TELEPHONE (217)524-8008

JW:LLC

Form **LLC-45.5**

January 1999

Jesse White
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 359, Howlett Building
Springfield, IL 62756
http://www.sos.state.il.us

Payment must be made by certified check, cashier's check, Illinois attorney's C.P.A.'s check or money order, payable to "Secretary of State."

Illinois
Limited Liability Company Act
Application for Admission to Transact Business

Submit in Duplicate
Must be typewritten

This space for use by Secretary of State
Date Assigned: Aug 17-2001
Filing Fr: 0059082-7
Penalty
Approved: $ 2

This space for use by Secretary of State

FILED

AUG 17 2001

JESSE WHITE
SECRETARY OF STATE

LC0033813

1. Limited Liability Company name: Intelligent Switching and Software, LLC
(Must comply with Section 1-10 of ILLCA or article 2 below applies.)

2. The assumed name, other than the true company name, under which the LLC proposes to transact business in Illinois is: _____
(If applicable, a form LLC-1.20, Application to Adopt an Assumed Name, is required to be completed and attached to this application.)

3. Federal Employer Identification Number (F.E.I.N.): 65-1072134

PAID
AUG 20 2001

4. Jurisdiction of Organization: Florida

5. Date of Organization: 02/01/2001

6. Period of Duration: Perpetual
(See #14 on back)

7. The address, including county, of the office required to be maintained in the jurisdiction of its organization, or if not required, of the principal place of business (Post office box alone and c/o are unacceptable):

1020 N.W. 163rd Drive
(Number) (Street) (Suite)

Miami, Florida 33169 Dade
(City/State) (ZIP Code) (County)

8. Registered agent: LEXIS Document Services Inc.
(First Name) (Middle Name) (Last Name)

Registered Office: 801 Adlai Stevenson Dr.
(Number) (Street) (Suite #)

(P.O. Box or c/o are unacceptable) Springfield *(City)* Sangamon *(County)* Illinois 62703 *(ZIP Code)*

9. The date on which this foreign LLC first did business in Illinois: Upon filing

LLC-45.5

10. The purpose or purposes for which the company is organized and proposes to conduct in this State: Include the business code # (IRS Form 1065).
Telecommunications (Telecom Platform Provider Services)

513300

11. The limited liability company is managed by:
☐ manager(s)
☑ vested in member(s)

12. The Illinois Secretary of State is hereby appointed the agent of the limited liability company for service of process under the circumstances set forth in a subsection (b) of Section 1-50 of the ILLCA.

13. **This application is accompanied by a certificate of good standing or existence, as well as a copy of the articles of organization, as amended, duly authenticated within the last thirty (30) days, by the officer of the state or country wherein the LLC is formed.**

14. **If the period of duration is a date certain and is not stated in the Articles of Organization from the domestic state, a copy of that page from the Operating Agreement stating the date must also be submitted.**

15. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated June 4 (Month/Day), 2001 (Year).

(Signature)
(Signature must comply with Section 5-45 of ILLCA)

Guven Kivilcim - member
(Type or print name and title)

(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

*Please refer to Sections 178.20(d) and (e) of the Administrative Rules

State of Florida

Department of State

I certify the attached is a true and correct copy of Articles of Organization of INTELLIGENT SWITCHING AND SOFTWARE, LLC, a limited liability company, organized under the laws of the State of Florida, filed on February 1, 2001, as shown by the records of this office.

The document number of this company is L01000001653.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Eighth day of June, 2001

Katherine Harris

Katherine Harris
Secretary of State

CR2EO22 (1-99)

State of Florida

Department of State

I certify from the records of this office that INTELLIGENT SWITCHING AND SOFTWARE, LLC, is a limited liability company organized under the laws of the State of Florida, filed on February 1, 2001.

The document number of this company is L01000001653.

I further certify that said company has paid all fees due this office through December 31, 2001, and its status is active.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eighth day of June, 2001

Katherine Harris

Katherine Harris
Secretary of State

CR2EO22 (1-99)

INTELLIGENT SWITCHING AND SOFTWARE, LLC
RESALE INTEREXCHANGE TELECOMMUNICATION
SERVICE TARIFF

CHECK SHEET

The sheets listed below, which are inclusive of this tariff, are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date of the bottom of this page.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
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15	Original
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17	Original

INTELLIGENT SWITCHING AND SOFTWARE, LLC
RESALE INTEREXCHANGE TELECOMMUNICATION
SERVICE TARIFF

TABLE OF CONTENTS

INTELLIGENT SWITCHING AND SOFTWARE, LLC
RESALE INTEREXCHANGE TELECOMMUNICATION
SERVICE TARIFF

SYMBOLS SHEET

The following are the only symbols used for the purposes indicated below:

D - Delete or Discontinue

I - Change Resulting In An Increase to a Customer's Bill

M - Moved From Another Tariff Location

N - New

R - Change Resulting In A Reduction To A Customer's Bill

T - Change in Text Or Regulation But No Change In A Rate Or Charge

INTELLIGENT SWITCHING AND SOFTWARE, LLC
RESALE INTEREXCHANGE TELECOMMUNICATION
SERVICE TARIFF

TARIFF FORMAT SHEETS

A. Sheet Numbering - Sheet numbers appear in the upper right corner of the page . Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14. Because of carious suspension periods, deferrals,. etc., the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.

C. Paragraph Numbering Sequence - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

2.
2.1.
2.1.1.
2.1.1.A.
2.1.1.A.1
2.1.1.A.1.(a).
2.1.1.A.1.(a) I.
2.1.1.A.1 (a) I. (i).
2.1.1.A.1 (a) I. (i). (1).

D. Check Sheets - When a tariff filing is made with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some pages). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to the Company's network switching center.

Authorization Code - A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

Company or Carrier - Intelligent Switching and Software, LLC.

Customer - The person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the Company's tariff regulations.

Day - From 8:00 AM up to, but not including, 5:00 PM local time, Sunday through Friday.

Evening - From 5:00 PM up to, but not including, 11:00 PM local time, Sunday through Friday.

Holidays - The Company's recognized holidays are New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day, Christmas Day.

Night/Weekend - From 11:00 PM, up to, but not including, 8:00 AM Sunday through Friday, and 8:00 AM Saturday, up to, but not including, 5:00 PM Sunday.

SECTION 2 - RULES AND REGULATIONS

2. 1 **Undertaking of the Company.**

The Company's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff.

The Company's installs operates and maintains the communications services provided herein in accordance with the terms and conditions set forth under this tariff. It may act as the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to the Company's network. The customer shall be responsible for all charges due for such service arrangements.

The Company's services and facilities are provided on a monthly basis unless ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

The selling of IXC telecommunication service to uncertified IXC resellers is prohibited.

2. 2 **Limitations.**

2. 2. 1 Service is offered subject to the availability of facilities and provisions of this tariff.

2. 2. 2 The Company's reserves the right to discontinue furnishing service or limit the use of service necessitated by conditions beyond its control: or when the customer is using service in violation of the law or the provisions of this tariff.

SECTION 2 - RULES AND REGULATIONS continued

2. 2 Limitations (Cont.)

2. 2. 3 All facilities provided under this tariff are directly controlled by the Company and the customer may not transfer or assign the use of service or facilities, except with the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

2. 2. 4 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions for service.

2. 2. 5 Customers reselling or rebilling services must have a Certificate of Public Convenience and Necessity an interexchange carrier for the Florida Public Service Commission.

2. 3 **Liabilities of the Company**.

2. 3. 1 The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.

2. 3. 2 The Company shall be indemnified and held harmless by the customer against:

(A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information or other content transmitted over the Company's facilities.

(B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by the Company.

SECTION 2 - RULES AND REGULATIONS

2. 4 **Interruption of Service.**

2. 4. 1 Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence or the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2. 3. 1 herein. It shall be the customer's obligation to notify the Company immediately of any service interruption for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any, furnished by the customer and connected to the Company's facilities. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does not provide access to the Company for such restoration work.

2. 4. 2 No credit shall be allowed for an interruption of a continuous duration of less than twenty-four hours after the subscriber notifies the Company.

2. 4. 3 The customer shall be credited for an interruption of more than twenty-four hours as follows:

Credit Formula:

Credit = A/B x C

"A" - outage time in hours
"B" - total days in month
"C" - total monthly charge for affected facility

SECTION 2 - RULES AND REGULATIONS continued

2.5 **Disconnection of Service by Carrier.**

The company (carrier), upon 5 working days written notice to the customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

2. 5. 1 Non-payment of any sum due to carrier for regulated service for more than thirty days beyond the date of rendition of the bill for such service.

2. 5. 2 A violation of any regulation governing the service under this tariff.

2. 5. 3 A violation of any law, rule, or regulation of any government authority having jurisdiction over such service.

2. 5. 4 The company has given the customer notice and has allowed a reasonable time to comply with any rule, or remedy, and deficiency as stated in Rule 25-4.113, F.A.C., Refusal or Discontinuance of Service by Company.

SECTION 2 - RULES AND REGULATIONS continued

2. 6 **Deposits**

The Company does not require a deposit from the customer.

2. 7 **Advance Payments**

For customers whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary, a new advance payment will be collected for the next month.

2. 8 **Taxes**

All state and local taxes (i. e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2. 9 **Billing of Calls**

All charges due by the subscriber are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

3. 1. 1 When Billing Charges Begin and End For Phone Calls

The customer's long distance usage charge is based on the actual usage of the Company's network. Usage begins when the called party picks up the received, (i.e. when 2-way communication, often referred to as "conversation time" is possible.) When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to 60 seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when the calling or called party hangs up.

3. 1. 2 Billing Increments

The minimum call duration for billing purposes is 1 minute for a connected call and calls beyond 1 minute are billed in 1-minute increments.

3. 1. 3 Per Call Billing Charges

Billing will be rounded up to the nearest penny for each call.

3. 1. 4 Uncompleted Calls

There shall be no charges for uncompleted calls.

SECTION 3 - DESCRIPTION OF SERVICE continued

3. 2 **Calculation of Distance**

Usage charges for all mileage sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The Company uses the rate centers that are produced by Bell Communications Research in the NPA-NXX V & H Coordinates Tape and Bell's NECA Tariff No. 4.

FORMULA:

The square root of:

$$\frac{(V1 - V2)^2 + (H1 - H2)^2}{10}$$

3. 3 **Minimum Call Completion Rate**

A customer can expect a call completion rate [EXPRESSED AS A PERCENTAGE] (number of calls completed / number of calls attempted) of not less than 90% during peak use periods for all FG D services ("1+" dialing).

SECTION 3 - DESCRIPTION OF SERVICE continued

3. 4 **Service Offerings**

3. 4. 1 **Intelligent Switching and Software, LLC. Long Distance Service**

Intelligent Switching and Software, LLC. Long Distance Service is offered to residential and business customers. The service permits direct dialed outbound calling at a single per minute rate. Service is provided from presubscribed, dedicated or shared use access lines. Calls are billed in one-minute increments. No monthly recurring charges or minimum monthly billing requirements apply.

3. 4. 2 **Intelligent Switching and Software, LLC. 800 / 888 (Inbound) Long Distance Service**

Intelligent Switching and Software, LLC. 800 / 888 (Inbound) Long Distance Service is offered to residential and business customers. The service permits inbound 800 / 888 calling at a single per minute rate. Service is provided from presubscribed, dedicated or shared use access lines. Calls are billed in six-second increments, with six second minimum call duration. No monthly recurring charges apply. A $10.00 minimum monthly billing requirement applies. Customers whose monthly usage is less than the minimum will be billed the minimum amount.

3. 4. 3 **Intelligent Switching and Software, LLC. Calling Card Service**

Intelligent Switching and Software, LLC. Calling Card Service is a calling card service offered to residential and business customers who subscribe to the Intelligent Switching and Software Inc. Long Distance Service calling plan. Customers using the Carrier's calling card service access the service by dialing a 1-800 number followed by an account identification number and the number being called. This service permits subscribers utilizing the Carrier's calling card to make calls at a single per minute rate. Calls are billed in one (1) minute increments after the initial minimum period of one (1) minute. There are no nonrecurring or monthly recurring charges. No calling card surcharge applies.

SECTION 3 - DESCRIPTION OF SERVICE continued

3. .4. 4 **Operator Services**

The Company's operator services are provided to residential and business customers who **"presubscribed"** to this service for intrastate calling. Operator services include the completion of collect, station-to-station, person-to-person, third party billing and credit card calls with the assistance of a Carrier operator. Each completed operator assisted call consists of two charge elements (except as otherwise indicated herein): (i) a fixed operator charge, which will be dependent on the type of billing selected (e.g., calling card, collect or other) and/or the completion restriction selected (e.g., station-to-station or person-to-person); and (ii) a measured usage charge dependent upon the duration, distance and/or time of day of the call.

3. 4. 4. A **Operator Dialed Surcharge**

This surcharge applies to Operator Station and Person-to-Person rated calls when the customer has the capability of dialing all the digits necessary to complete a call, but elects to dial only the appropriate operator code and requests the operator to dial the called station. The surcharge does not apply to:

1) Calls where a customer cannot otherwise dial the call due to defective equipment or trouble on the Intelligent Switching and Software, LLC. Network;

2) Calls in which a Company operator places a call for a calling party who is identified as being handicapped and unable to dial the call because of his/her handicap.

The Operator Dialed Surcharge applies in addition to any other applicable operator charges.

INTELLIGENT SWITCHING AND SOFTWARE, LLC
RESALE INTEREXCHANGE TELECOMMUNICATION
SERVICE TARIFF

SECTION 4 - RATES

4. 1 **Intelligent Switching and Software, LLC. Long Distance Service**

Rate per minute - $0.13
Plan is billed in full minute increments.

4. 2 **Intelligent Switching and Software, LLC. (Inbound) Long Distance Service**

Rate per minute - $0.15
Plan is billed in six-second increments with a six second minimum.

4. 3 **Intelligent Switching and Software, LLC. Calling Card Service**

Rate per minute - $0.25
Plan is billed in full minute increments.
Payphone Surcharge -$1.00

4. 4 **Operator Services (For presubscribed customers)**

Collect Station-to-Station		$1.00
Collect Person-to-Person		$3.25
Person-to-Person		$3.25
Station-to-Station	$1.00	
Customer Dialed Calling Card		$1.10
Operator Dialed Calling Card		$1.95
Operator Dialed Surcharge		$1.00

ISSUED: October 8, 2000

EFFECTIVE:_____

By: Korhan Aydin, Vice President
Intelligent Switching and Software, LLC.
1020 NW 163rd Drive,
Miami, Florida 33169

SECTION 4 - RATES continued

4. 5 **Determining Applicable Rate in Effect.**

For the initial minute, the rate applicable at the start of chargeable time at the calling station applies. For additional minutes, the rate applicable is that rate which is in effect at the calling station when the additional minute(s) begin. That is, if chargeable time begins during the Day Period, the Day, Rate applies to the initial minute and to any additional minutes that the call continues during the rate period, the appropriate rates from that period apply to any additional minutes occurring in that rate period. If an additional minute is split between two rate periods, the rate period applicable at the start of the minute applies to the entire minute.

4.6 **Payment of Calls**

4. 6. 1 **Late Payment Charges**

Interest charges of 1.5% per month will be assessed on all unpaid balances more than thirty days old.

4. 6. 2 **Return Check Charges**

A return check charge of $25.00 will be assessed for checks returned for insufficient funds if the face value does not exceed $50.00, $30.00 if the face value does exceed $50.00 but does not exceed $300.00, $40.00 if the face value exceeds $300.00 or 5% of the value of the check, whichever is greater.

4.7 **Restoration of Service**

A reconnection fee of $25.00 per occurrence is charged when service is re-established for customers who had been disconnected for non-payment.

SECTION 4 - RATES continued

4. 8 **Special Promotions**

The company will, from time to time, offer special promotions to its customers waiving certain charges. These promotions will be approved by the FPSC with specific starting and ending dates.

4.9 **Special Rates For The Handicapped**

4. .9. 1. **Directory Assistance**

There shall be no charge for up to fifty calls per billing cycle from lines or trunks serving individuals with disabilities. The Company shall charge the prevailing tariff rates for every call in excess of 50 within a billing cycle.

4. 9. 2 **Hearing and Speech Impaired Persona**

Interstate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

4. 9. 3 **Telecommunications Relay Service**

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by 50 percent off of the otherwise applicable rate for a voice nonrelay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call shall be discounted 60 percent off of the otherwise applicable rate for a voice nonrelay call. The above discounts apply only to time-sensitive elements of a charge for the call and shall not apply to per-call charge for the call and shall not apply to per-call charges such as a credit card surcharge.

BRIEF BUSINESS PLAN
INTELLIGENT SWITCHING & SOFTWARE, LLC

Intelligent Switching & Software will be offering the following discount international and US long distance calling services that deliver some of the best international telephone rates in the telecommunications industry, the best domestic long distance telephone rates, super discount calling cards and toll free 800/888# services.

All of these high quality long distance telephone services have been very carefully selected for value, quality, and broad appeal to the telecommunications services marketplace. We will offer the best prepaid calling cards; monthly-billed post paid calling cards, the lowest international telephone rates without switching. It's all right here! You will find that all the long distance telephone services here offer technology, which is at the forefront in the telecommunications industry, both in marketing and in Telecom services. Whether you need the lowest international telephone rates, the best US long distance telephone rates, or the best calling card telephone rates and service you have found a useful and true money saving resource!

Intelligent Switching & Software, Inc. is a long distance telephone company, offering a wide variety of communication services to the international and domestic marketplace. Intelligent Switching & Software day-to-day operation is managed by a core of highly skilled professionals, with a combined experience of 5 years in the US telecommunications industry.

Intelligent Switching & Software has various direct contracts with underlying carriers. Intelligent Switching & Software is constantly upgrading the various platforms offered to overseas and domestic customers. Each customer will be notified when a new or enriched service or feature is made available. Intelligent Switching & Software has worldwide reach to the international marketplace.

Why new phones companies? The recent Telecommunications Act has made it possible for Intelligent Switching & Software to create the kind of phone company you've always wanted for your business and your home. For the first time in the history of the telephone, you will have a choice in local telephone service.

Fifteen years ago, the break-up of AT&T brought choice to long distance. The shock waves rippled through the industry and ushered in an era of sweeping innovation and plunging phone rates. During this time the visionaries who would eventually form Intelligent Switching & Software believed that choice and open competition would eventually come to the local telephone marketplace. Today, history is repeating itself.

Long distance carriers. 1984 Divestiture begins. AT&T spins off seven local service providers and continues to sell long distance service.

Restrictions prevent long distance providers from selling local service; local service providers cannot sell long distance.1991 the 1984 restrictions are lifted. Competition begins, allowing any company to enter the long distance marketplace. The Telecommunications Act of 1996 is passed. The final barriers to competition are removed, opening the way for Intelligent Switching & Software to offer local, long distance, and Internet service. Local Bell companies and long distance carriers must wait until 1999 to offer both local and long distance service in their "Home" markets.

The Telecommunications Act of 1996 opens the Window for INTELLIGENT SWITCHING & SOFTWARE; The Telecommunications Act of 1996 creates a new competitive environment that will benefit both consumers and business. The Federal Communications Commission and the U.S. Congress working in partnership with industry created the Telecom Act.

In February of 1996, The Telecom Act opened up local markets to competition by removing legal barriers that were prohibiting companies from entering the larger local telephone business on a nationwide basis. Formerly, local service was available only Through one of the local Bell companies in a single region – in effect, a regional monopoly.

Importantly for Intelligent Switching & Software, The Telecom Act places some important limitations on local Bell companies and the big three long distance carriers. These limitations restrict them from offering both local and long distance service in their "Home" markets.

This means that your local Bell Company cannot be a full-service, single provider probably until 1999. The same is true for AT&T, MCI, and Sprint. Intelligent Switching & Software, however, bring you the convenience and savings of bundled local, long distance, and Internet service today.

During this brief window of opportunity, Intelligent Switching & Software has rolled-out a full range of telecommunications services -- all supported by a commitment to customer satisfaction that is already changing the common perception of what a phone company can be.

Intelligent Switching & Software 's service, Intelligent Switching & Software Calling Card permits a person in over 100 countries to make intercontinental calls at economical US rates, instead of high local monopoly rates. The customer applies for the service by completing a sign-up form, which is then faxed or e-mailed to Intelligent Switching &

Software 's order processing department. The order is processed and the customer's account is ready for use within 48 to 72 hours, weekdays. Ongoing customer support is provided

COMPANY Name's primary goal of increasing shareholder wealth will continue to lead The Company's efforts in setting objectives and developing strategies. Geographically cluster telephone and wireless markets focus on smaller markets with excellent growth potential Telephone Operations - rural and suburban markets Wireless Operations - second-tier urban, rural and suburban markets Increase market share in geographic clusters Expand products and services offerings Grow customer base. Capitalize on additional revenue opportunities from existing customers.

"Intelligent Switching & Software will deliver a level of personal service that will amaze small- and medium-sized businesses. When I call a company, I expect to speak with a real person who can handle my problem. That's a simple point that we'll deliver on. Customer care will be a primary focus for Intelligent Switching & Software." PERSON NAME. Chairman and CEO you may never think of your phone company the same way again. The reason is for the first time ever, you have a reliable alternative in local telephone service. What's more, you can now obtain local, long distance, and Internet service from a single phone company. And perhaps best of all, both of these firsts are available at lower prices and with an unprecedented level of customer satisfaction that makes it a pleasure doing business with Intelligent Switching & Software.

Tailored to the needs of small- to medium-sized businesses, Intelligent Switching & Software offers:

* Local calling, long distance, and Internet access services from one convenient source.
* The assistance of people totally committed to making your job simpler, your costs lower, and your Business stronger.
* One, easy-to-understand monthly statement for everything.
* High quality service and features that you can rely on every hour of every day.

Intelligent Switching & Software carefully chose its service offerings to complement each other. The result is a complete resource that can supply businesses with as many or as few services as they require. There's no reason to shop around in order to piece together a solution. Intelligent Switching & Software does it all. Quickly. Simply. Reliably. And, of course, at a lower cost. In addition, Intelligent Switching & Software provides high speed, digital broadband communications to other local, long distance, and mobile telephone carriers. Our Wireless Fiber service provides an affordable way for them to extend their networks and provide sophisticated voice and data services.

Personal Service: The Intelligent Switching & Software Difference

Until now, personal service has been a missing link for most local telephone service customers. Intelligent Switching & Software makes it a top priority.

That's why when you call us, you'll hear a friendly voice eager to help -- not a computer or machine. We do everything in our power to meet your needs, simplify your phone service, and save you money. We're also great listeners. If we don't know your needs, we'll take the time to learn them. So you always get the right help. Every customer can count on Intelligent Switching & Software to be there whenever you need answers.

INTELLIGENT SWITCHING & SOFTWARE's products and services are specifically designed to meet the needs of international long distance companies throughout the world. In addition to providing international switched voice service to long distance carriers, INTELLIGENT SWITCHING & SOFTWARE provides services to prepaid/debit card companies, call back carriers and cellular operators, as well as many data users and Internet Service Providers (ISP's). As a transmission facility provider, virtually all voice and data applications are available. Whether for a small carrier routing selected international destinations to INTELLIGENT SWITCHING & SOFTWARE or for a major carrier routing millions of minutes per month, the company's commitment is the same, to provide the highest quality service at the best possible price.

In addition to the traditional switched long distance services, INTELLIGENT SWITCHING & SOFTWARE also assists carrier customers by offering co-location space for equipment, partitioning of switches, and contract maintenance services. INTELLIGENT SWITCHING & SOFTWARE takes great pride in its proprietary information and billing systems. These fully-redundant systems allow the company, on a real-time basis, to monitor customer usage, determine cost-effective routing alternatives, and manage network efficiency. The data necessary to provide detailed management reports for a customer is also inherent in the system.

Simplicity A return to the way it used to be, Simple. You won't have to worry about calling 3 or 4 different telephone companies just to add a new telephone line or make a change in your local telephone service, INTELLIGENT SWITCHING & SOFTWARE can handle everything for you. Consolidated Billing INTELLIGENT SWITCHING & SOFTWARE will deliver any local telephone all in one easy to read monthly statement.. Local Services We can do it all! All of your phone numbers, lines and features are available exactly as you have them now. Savings. Customer Service When you call regarding your account, your call will be answered by one of our Customer Service Representatives. Our Representatives can help you with your local telephone service, with just one telephone call.

It is the strategic vision of the company to take its single Telecom service(block-time long distance to residential user) and leverage its success onto a full service international telecommunications company.

To establish our foundation to this market we first identified industry segments which meet our criteria for participation:

1 Exponential growth potential
2. Substantial gross profit margins
3. Very high sales per employee
4. Low maintenance residual sales
5. Identifiable exit strategy

The following segments have been targeted:

1. CLEC pre-paid
2. CIC
3. International wholesales
4. Domestic and Intentional 1+ pre-paid and others
5. Debit cards

The prepaid residential arena is a newly discovered segment, which opens the doors to providing local home telephone service on a prepaid basis. The prepaid calling card industry is today a $2 billion industry and still requires most customers to utilize them from public phones. PPRS (Pre Paid Residential Service) has an estimated market of more than 500,000 in California alone. The market for these users continues to grow monthly as Pacific Bell continues to turn off more than 5,000 every month.

Within the competitive arena of local business telephone service is of by nature very competitive and at times difficult. Intelligent Switching & Software has compiled industry sales professionals that know the general workings of Telecom, and more importantly understand the aspects of true Tele-management.

Department leaders within Intelligent Switching & Software have an excess of 40 years of combined local telecommunications experience. Within an industry whose deregulation is more of an adolescent than that of the field of genetic engineering, this much expertise within such a young, vibrant team is unprecedented. In both segments of the business customer, as well as the credit challenged, Intelligent Switching & Software is positioned for success.

Intelligent Switching & Software will position itself as a Long Distance and International Telecommunications Company specializing in supplying wholesale long distance services to re-sellers and switch-based carriers throughout the world.

It is Intelligent Switching & Software strategic vision to take its single telecom service (long distance to residential and Business users) and leverage its success into a full-service, multi-national Telecommunications Company. Intelligent Switching & Software has assembled a management team of professionals experienced in the technical, financial and marketing aspects of running an international telecommunications company

Intelligent Switching & Software is positioned to become a dominant player in the Telecommunications Service Industry.

Conclusion

As you can see the telecommunications industry has just begun, over the next 5 years our company will expand. The overall telecommunications market grew by more than 11 percent in 2001, generating revenues of $406.7 billion. The fastest growing segments were emerging technologies, which was up 60 percent over 2000

Over the years, the telecommunications industry has seen some dramatic changes. We've recognized those changes and re-engineered our company to provide competitive services. Our mission is to provide services that are flexible, scalable and competitive to support the multi-service telecommunications industry.

Long Distance Projections

Description / Period	May-01	Jun-01	Jul-01	Aug-01	Aug-01	Sep-01	Oct-01
Sales	**$575,000**	**$327,421**	**$384,372**	**$456,973**	**$538,345**	**$581,732**	**$356,672**
Cost Of Goods Sold	**$402,500**	**$229,195**	**$269,060**	**$319,881**	**$376,842**	**$407,212**	**$249,670**
Gross Profit	**$172,500**	**$98,226**	**$115,312**	**$137,092**	**$161,504**	**$174,520**	**$107,002**
Operating Expenses							
Payroll	$19,000	$19,500	$21,300	$22,200	$22,200	$22,200	$22,200
Equipment - Rental	$1,000	$1,800	$1,800	$1,800	$1,800	$1,800	$1,800
Insurance	$1,000	$1,000	$1,000	$1,400	$1,400	$1,400	$1,400
Legal & Accounting	$3,000	$3,000	$3,000	$3,000	$3,000	$3,000	$4,000
Miscellaneous	$200	$540	$350	$200	$125	$120	$100
Repairs & Maintenance	$500	$455	$455	$455	$455	$455	$455
Rent	$1,400	$1,373	$1,373	$1,373	$1,373	$1,373	$1,373
Taxes	$1,150	$1,400	$1,405	$1,628	$1,630	$1,700	$1,278
Advertising	$14,000	$20,640	$17,979	$16,009	$16,009	$16,009	$16,009
Telephone	$2,500	$2,730	$3,250	$3,600	$3,500	$3,600	$2,032
Utilities	$500	$350	$300	$300	$300	$300	$300
Office Expenses	$5,000	$3,575	$1,550	$675	$347	$300	$300
Traveling Expenses	$1,000	$1,000	$1,000	$1,000	$1,000	$1,000	$1,000
Total Expenses	**$50,250**	**$57,363**	**$54,762**	**$53,640**	**$53,139**	**$53,257**	**$52,247**
Net Profit /Loss	**$122,250**	**$40,863**	**$60,550**	**$83,452**	**$108,365**	**$121,263**	**$54,755**

Long Distance Projections

Nov-01	Dec-01	Jan-02	Jan-02	Feb-02	Total
$515,869	**$723,000**	**$935,000**	**$1,163,000**	**$1,346,000**	**$7,903,384**
$361,108	**$506,100**	**$654,500**	**$814,100**	**$942,200**	**$5,532,369**
$154,761	**$216,900**	**$280,500**	**$348,900**	**$403,800**	**$2,371,015**
$22,200	$23,455	$23,455	$26,895	$26,895	**$271,500**
$1,800	$1,800	$1,800	$1,800	$1,800	**$20,800**
$1,400	$1,400	$1,400	$1,400	$1,400	**$15,600**
$4,000	$4,000	$4,000	$4,000	$4,000	**$42,000**
$200	$250	$500	$500	$500	**$3,585**
$455	$455	$455	$455	$455	**$5,505**
$1,373	$1,373	$1,373	$1,373	$1,373	**$16,503**
$1,675	$1,985	$2,548	$2,850	$3,475	**$22,724**
$17,735	$24,765	$28,350	$28,350	$28,350	**$244,205**
$2,630	$3,715	$4,565	$5,785	$6,654	**$44,561**
$400	$400	$400	$400	$400	**$4,350**
$300	$550	$550	$550	$550	**$14,247**
$1,000	$1,400	$2,275	$3,685	$3,685	**$19,045**
$55,168	**$65,548**	**$71,671**	**$78,043**	**$79,537**	**$724,625**
$99,593	**$151,352**	**$208,829**	**$270,857**	**$324,263**	**$1,646,390**

INTELLIGENT SWITCHING AND SOFTWARE LLC
UNAUDITED BALANCE SHEET AT JUNE 30, 2001

ASSETS	Jun-01
Cash and Banks	53,936
Due from Related Parties	36,697
TOTAL CURRENT ASSETS	**90,633**
Fixed Assets,net	651,084
Intangibles	60,000
Other Long Term Assets	2,000
NON-CURRENT ASSETS	**713,084**
TOTAL ASSETS	**803,717**

LIABILITIES and SHAREHOLDERS' EQUITY

Trade Payables	80,231
Accruals and Other Current Liabilities	125,489
CURRENT LIABILITIES	**205,720**
Share Capital	606,000
Net Loss for the Period	(8,003)
SHAREHOLDERS' EQUITY	**597,997**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	**803,717**

INTELLIGENT SWITCHING AND SOFTWARE LLC
UNAUDITED BALANCE SHEET AT JUNE 30, 2001

PROFIT AND LOSS STATEMENT

	Jun-01
Revenues	37,036
Direct Cost of Revenues	(29,052)
Gross Profit	**7,984**
Selling and Marketing Expenses	(7,590)
General and Administrative Expenses	(8,398)
Net Income	**(8,003)**

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Experience

President NeTel, Inc

1997-2001

Responsible for developing a regional Telecommunication strategy aligned to the business strategies. Developed a strategy and then implemented a regional telecom support team whose task it was to carry out the project management and implementations of all regional projects and operational improvements required to achieve the strategies. Analyzed and developed new business initiatives for NeTel., traveling extensively. Efforts resulted in acquiring substantial new business interest. Managed communications, press relations, and advertising through multiple media channels.

President /CEO TechTel, Inc

1993-1997

Managed sales, marketing, public relations, trade shows, press tours, product development, production, strategic relationships, and contract negotiations, finances. Increased annual revenues from $0 to $8.3 Million in 2 years and generated unprecedented publicity. Responsible for long-range strategic planning and new business development for Business Technology's telecommunications business. Implemented all aspects of corporate infrastructure to become a CLEC/IXC provider. Developed specialized billing and collection programs/products. Created dealer/agent network for the products. Structured business plan, marketing and all aspects of business administration and service implementation. Responsibilities also included product specification, pricing, new product rollout, competitive analysis, market trend analysis, long-term product planning.

President /CEO Lens Express, Inc

1987-1993

Directed day-to-day operations. Supervises all departments in the company, Sales, Accounting, and Purchasing ect.... developed marketing plans; strategic planning; competitive analysis; Increase revenue to 85 million in 4 years. Acquired, consolidated and rejuvenated three businesses with cash from that operation. Implement training and managed sales and marketing staff while maintaining effective interdepartmental communications. Travel to implement new market development. Extensive trade show and new market experience.

Vice President Marketing/Sales Lens Express, Inc

1985–1987

Marketing in the United States. Created Successful Marketing groups utilizing marketing strategy generating new customers and increasing revenue. Developed successful business relationships with clients while and increased client database by implementing effective marketing and selling procedures. Orchestrating a global market expansion; structure/close contracts valued $30+ million. Other responsibilities included preparing and implementing various marketing strategies to promote new trade areas and increase overall market share.

Education

1980-1985 **University of Florida** Gainesville, FL

BA, MS International Marketing and Finance.

References

On Request

8811 NW 13th Street,
Pembroke Pines, Florida 33073
954-437-2216 Fax 561-883-2842
E-mail kenjacobi@usa.net

Kenneth Jacobi

Experience

1999- 2001 ***Radiant Telecom, Inc*** ***Miami, FL***

Vice President

Negotiations of Interconnection agreements under the Federal Telecommunications Act and subsequent arbitration proceedings on behalf of wire line and wireless carriers and for carriers specializing in DSL and/or specialized data transmission services.

Obtaining state certification of new telecommunications carriers.

Preparation of tariffs in Fifty States

Advising on federal, state and local tax, franchise and fee obligations.

Analysis of shared tenant services and MDU policies, pole attachment agreements, interconnection agreements, lease arrangements and irrevocable right of use agreements (IRUs).

Consultant in disputes over interpretation of interconnection agreements.

Advising on issues relating to private telecommunication networks.

Monitoring and reporting on state and federal activities in telecommunications.

Analysis of state and federal legislation

Advising clients considering the acquisition of telecommunications carriers.

Reviewing contracts for rights to undersea cable and advising on FCC related duties of international carrier activities

1997–1999 ***Netel, Inc*** ***Fort Lauderdale, FL***

Vice President of Regulatory and Administrative Affairs

Research regulatory and legislative developments in 37 states and the federal government.

Develop network of contacts for obtaining advance notice of legislative and regulatory initiatives.

Report on Congressional, federal agency, and state agency meetings and hearings.

Optioned PSC approvals for Local and IXC Licenses in 50 States

Negotiated contracts and strategic alliances with various telecommunications companies.

Products included international and domestic long distance (switched and dedicated), debit cards, International callback, information services, Internet commerce and billing & collection services.

1992-1997 ***Colmena Corp*** ***Pompano Beach, FL***

Vice President of Regulatory and Administrative Affairs

Preparing and filing required applications (e.g. state certification, rate increases, finance approvals, contract approvals and tariff changes) or other pleadings required for PUC action and then pressing forward the regulatory process to assure prompt decision by the PUC

Resolving disputes between customers of utilities including if necessary, pressing informal complaints or filing formal complaints

Advising and participating in telephone company proceedings

Commenting on proposed policies to facilitate the promotion of clients' businesses and to provide information about activities

Administered Corporate Affairs and Board of Directors meetings.

1990–1992 ***TechTel Communications, Inc*** ***Pompano Beach, FL***

Operation Manager

Provide regional field program management support during the implementation of new market areas.

Analyze current operations, processes & staffing to ascertain any gaps or deficiencies.

Provide staffs support to deliver telephony products & services.

Provide support to local Operations to assure compliances.

Serve as the regional SPOC (single point of contact) for all intra-company inquiries.

Serve as Corp HQ liaison for service launches by local Operations in assigned market areas

1987–1990 ***United Communications of Florida*** ***Miami, FL***

Regulatory Manager

Operations coordinator for special projects implementation.

Full responsibility for all Federal and State government regulatory compliance and certification.

Liaison officer to the Federal Communications Commission, all State Utility Commissions and Departments of State.

Managed tax and contracts department.

1979–1986 ***T&B Ansley*** ***Los Angeles, CA***

Quality Control Manager

Expanded testing procedures of all phases of inspections.

Evaluated all test reports for accuracy

Required certification of all inspectors.

Managed 20 inspectors.

Education 1975–1979 University of Southern California Los Angeles, CA

Majors: Mechanical Engineering, Accounting

Additional Course Completed: Blueprint Interruption, True Position

United States Defense Department Course on Government Contract Interruption

BellSouth Basic Training, BellSouth Lens Training, BellSouth TAFF Training

Member of the Federal Communication Commission Bar Association (Non Voting Member)

Interests Computer, collecting Science Fiction First Editions and Programming.

References On Request

David L. Cox

WORK SUMMARY:
Extensive engineering and senior management experience in the design, specification, development, implementation, testing, and operation of high reliability telecommunications networks using cable, wire, radio, fiber, microwave, meteor burst, spread spectrum and satellite technologies. Broad national, international experience with tested leadership skills in information technology fields. Long Term proven talent in all phases of common, carrier, end user, and equipment supplier networks coupled with broad telecommunications industry construction expertise. Demonstrable record of accomplishment of corporate profit generation. Assigned to correct troubled telecommunications projects. Advisor to senior executive management. Consultant to government and commercial clients at the highest levels, and a key resource in the development of systems considered vital to US National Security. Solid senior managerial contacts at the highest legislative and executive levels of the federal government, and the telecommunications industry.

PROFESSIONAL EXPERIENCE:
2000 - 2001 BB Telecommunications, Inc., Dallas, TX
Director - Engineering and Development
Over see all engineering work efforts for telecommunications clients on a national basis.
Plan, forecast, budget, schedule manpower; allocate resources, and subcontractors on all major programs. Provide monthly status reporting to senior executive management. Provide oversight and workout for troubled engineering efforts. Report to Corporate CTO and CEO. Management responsibility, on a national basis, as the supervising professional engineer for all sealed submittals to clients.

Assigned budget & profit center responsibility. Managed profit/loss for selected critical national clients to include customer care and relations. Increased business base by 50% in one year's time frame. Lowered operational costs by 45% and contained overhead growth. Technical oversight for compliance with Telecordia/Bellcore standards, BICSI standards, ITU/CCITT standards, and ANSI/IETF standards on all projects.

Developed, and implemented national EF&I service segment for several clients including NEC, Tellabs, MCI Worldcom, McLeod/CapRock, Global Crossings, Level(3), SBA, Erickson, NORTEL, Alcatel, AT&T Wireless, AT&T Broadband. Accountable for all IT based engineering design tools, including CADD functions. E911 consulting efforts for several governmental jurisdictions on revised FCC requirements for wireless access.

Areas of particular emphasis included cellular carrier site development, design, zoning, construction, integration, and placement into operational service.

Locations include US domestic (TDMA [IS-54/136], CDMA (IS-95])) and European (GMS/dual). [Q.921, Q.700, Q.773, GSM 9.02, IS-41]

Technical over sight in the design, development, construction, and fit-up of transoceanic fiber optic cable landing stations in the America's and Pacific Rim. Development, survey, zoning, design, and construction of switching centers, including fiber optic (OC-3/12/48/192) in-line amplifiers (ILA / repeaters / regenerators) sites, junction centers, co-location sites, and carrier hotels. [EIA/TIA 568/569/606/607] NEC 0C3/12/48, Cisco, 3Com. Telecordia (NEBS), NEC/NFPA, EIA/TIA, ITU standards compliance oversight. ISO 9000/9001.

Technology base includes DWDM, VoIP, SONET (SDH/PDH) [STS, STM, EC, VT] and ATM [DXI, UNI, AAL], photonic switching, packet switching (MPLS), quality of service protocols (DIFF-SERV), broadband, 3G GSM, xDSL, WAP, SMS, TCP/IP [UDP, ICMP, SMTP, ARP, FTP, OSP, BGP, RIP, PPP, SNMP], Frame Relay [T1.607/617/618] and Blue Tooth. TL1 OSS integration consulting for several clients.

Responsible for all regional internal information technology functions (WAN, LAN, Cisco Catalyst Bridges/Routers, 3Com NICs, Windows NT File Server, NT Clients) for computer aid design (CAD) functions. Bentley Micro-Station ®, and AutoDesk AUTOCad ® (R14, R2000, R2000 Map) with high speed LAN printers, color plotters. Monthly drawing output for client delivery in excess of 4,000 sheets (B/D sized). Windows ME/2000 environment with MS Office 2000 Professional MS Visio, Project, Adobe,

Software developed included Object Oriented Design (OOD) using a Structured Systems Approach (0.7M lines of code). Development used embedded systems (Windows-CE), MS Visual Basic, MS Visual C++, Macro Assembler, Red Hat Linux ®.

1995 - 2000 GTE International, Irving, TX
Director-Network Engineering
In charge of all national network engineering activities for a European country in the recently privatized national telephone company for GTE International, with 3.3 million telephone access lines, and 850,000 wireless users. Develop strategic business plan and technical approach to efforts. Organize national engineering effort. Oversee implementation of nationwide SS7 network. Lead development of strategic and tactical business plans. Survey, and implement national engineering organization for delivery of services to customers. Development of competitive response plan for residential and business customer base. Network expansion contracts for doubling access line capacity within three years. Initial business startup efforts on cable television subsidiary using DOCSYS cable modem technology. ISDN BRI/PRI and HDSL product introductions. Close working cooperative effort with Commercial, Legal, Operations, Finance, and **Regulatory** organizations. International carrier interconnection coordination efforts (satellite, fiber). Coordinate GSM Cellular engineering start up efforts for 1.5M users, IS-41c (SS7) signaling. SONET SDH transmission systems to STM-4, 3/1/0 LUCENT ® DACS, ADM, digital microwave links. Cellular site and tower development, zoning, permitting, construction, and service turn up.

The data backbone supports 35 ISP's POP locations with a network of 100 routers, and 240 hubs in the backbone, and 1,800 PC users. Network handles all of the OSS data collection functions for 750 central offices with 800 switches (50% of the network is digital [Siemens, Alcatel, Erickson], with 3.5M access lines, 0.8M trunks, 1.2M cell phones, 43 SONET/SDH LUCENT ® DDM-2000 rings at STM-4 levels, 310 repeater/ADM huts, 100 DACS units, 600 DSX locations, 65 microwave radio routes (45 repeater towers), 53 coaxial cable routes, in excess of 4,500km of interoffice cables, 24 STP pairs. 94 MTSO's and 506 cell sites, with microwave links to 53%. Cable TV customers exceed 2.2M households. Fitjitsu FLM 150/300/600.
Nortel OC-48/192 Access Nodes, STM, STP, Super Node. DC Power (-24/49/92v; 4000-9000AMP/H) Lorain, Lucent, APC. Standby generator, AC transfer switches. Fire detection/suppression systems. Lucent DDM-2000 OC3/12/48, SLC-2000 OC-3/12, Adtran, Tellabs 5600, Pulsecom, and Copper Mountain. ISO 9000/9001.

Program manager for oversight and coordination of GTE's implementation of FBI mandated digital wiretap law [CALEA] affecting 1,660 host central office switching systems. Program costs to GTE estimated to be in excess of $850M. Coordination of all GTE interdepartmental efforts for compliance with legal deadlines. Operational responsibility for all investigations of unauthorized intrusions within GTE common carrier networks. Identification of individuals or groups "hacking" into GTE computers, data networks, voice networks, central office switches, and related SS7 equipment. Management responsibility for evidence collection in criminal prosecution involving unauthorized intrusions. Execution of all US Government Title III wiretaps involving high technology and national security cases for GTE. Development of National Security Operations Center and Testing Facility in Lewisville, TX. [Uses SS7 technology of SU, LSSU, RIO, MTP, SNM, SNT, MSU, ISUP, SCCP, TUP layers]

Consulting management engineer for various critical federal government intelligence community GTE customer for networking technology. Expansion architectural planning study. Service as Chief Engineer for a large customer for LUCENT ® Technologies 5ESS network installation (5E10) covering 56 buildings, with ORM, RSLIU, ESM, SLC-2000 and RSM applications in National ISDN-2 PRI/BRI environment coupled with Signaling System 7 (SS7) connectivity (35,000 lines, 4,000 trunks, and 266,400 MDF pairs). [Q.931, Q.921, I.210, LAPD, I.430, G.703]

Specification, procurement, and installation of STP, SCP, and AIN Platforms with A links to ILEC, CLEC, IXC, and IRC providers for particular customers. Infrastructure upgrade includes desktop dial-up ISDN BRI/PRI Internet and Corporate Intranet access. (Includes cable plant, MDF, facilities spaces, power, and external connectivity). Program valued in excess of $150M.

Telecommunications network design for remote information collection program employing LUCENT ® SONET / ATM, Advanced Intelligent Network (AIN), and ISDN BRI technology for audio, program, data, fax, image, OCR, and video (NTSC, PAL, SECAM) source capture from cable, wire line, and RF mediums. Tools employed Microsoft Windows NT and Windows for WorkGroups, Lotus Notes, Lotus ccMail, Novell NetWare, TCP/IP, IPX/SPX, ATM hubs, switched

Ethernet (10Base2, 10Base5), FDDI, FIBER CHANNEL, HIPPI, ORACLE, INFORMIX, and UNIX file servers (CD-ROM jukebox). SONET interfaces to IRC, IXC, and LEC vendors. Program valued in excess of $60M. Software developed included Object Oriented Design (OOD) using a Structured Systems Approach (2.1M lines of code developed).

GTE Program manager for selected customer projects with P/L responsibility. Business development responsibility for selected National Intelligence Community members for $15M in annual consulting revenues.

Design development of SS7 fraud, network protection management solution for GTE Network Services for the collection of $0.7B in unbilled revenues. Interconnection to wire line cellular carriers on IS-41, and X.25 basis. SS7 links exceed 5,100 in the US, and X.25 PAD locations exceeded 14,500. Preparation of demonstration CALEA prototype for display to GTE Network Services and US Government as proof of concept using NORTEL DMS-100/200 SuperNode switch with SMDS/AccessNode technology and LUCENT ® 5ESS-2000. Patent application made for developed technology.

Serves as member on AITS committees (T1X1, ICCF, ICNA, and CLC), Internet Society IETF, and IEEE 802 committee for GTE. Senior technical consultant for GTE to President's National Telecommunications Advisory Security Committee (NTSAC). Oversee GTE work effort for the President's Commission on Critical Infrastructure Protection (PCOCIP). Technical consultant to FBI National Computer Crimes group (CITAC) on telecommunications security matters, and expert witness for US Department of Justice Assistant US Attorney Office in Washington, DC dealing with telecommunications terrorism, counter intelligence, and international telecommunication crimes. Work effort under US Department of Justice Computer and Intellectual Crimes section oversight as part of National Infrastructure Protection Committee (NIPC) intergovernmental group. Technical telecommunications security consultant to TSG Working Group (WG). Technical GTE advisor to FBI on domestic law enforcement wiretap matters (CALEA) Telecommunications engineering SIGINT analysis for the LUCENT DDM-2000 SONET based fiber optic cable systems.

1984 - 95 Harris Corporation, Electronic Systems Sector, Melbourne, FL
Chief Engineer-Telecommunications and Medical Telecomm.
Assigned as Chief Engineer-Telecommunications with full operational oversight responsibility for Harris telecommunication systems. Design, engineer, estimate cost, select vendor products, supervise installation, testing, and cutover of voice, data, video, telemetry, alarm, and carrier systems.

Designed, prepared business plan, engineering change orders, financial analysis for conversion from analog PBX to new digital central office 12,000 port ISDN switch. Local campus contains 13,000 duplex wall jacks, 25.8 miles OSP cable, 48 manholes, 452 splice cases, 820 miles ISP cable, carries 6.5M call minutes/month. 84 ISDN PRI (23B+D) trunks, and with 7,250 active stations of which 5,660 are BRI (B+D) lines.

Digital 6/18 GHz microwave radio routes in use between campus locations. LUCENT ® DDM-2000 OC-12 with (12) DS-3's interconnect to Bell South for all

services, including AT&T, Sprint, Cable &Wireless, and MCI/BT. Multiple LUCENT ® DDM-1000 (DS-3 fiber)/ DDM-2000 (SONET/SDH) systems supplying 52 building CEV's with D4, SLC Series 5, DS1/DS3, ISDN BRI/PRI, Ethernet, Frame Relay, X.25, SMDS, and FDDI for campus distribution, using Stratum 2 clock.

Supervised installation of 35,000 pair COSMIC MDF, 1500 jack DSX-1 cross connect field, 100 jack DS-3 cross connect field, cut-over of Tellabs 532-L 3/1/0 DACS unit, and growth upgrade to SONET OC-12 Tellabs TITAN. Interfaces at STS-1, STS-3, OC-1, OC-3, and OC-12 levels. Design SS7 access (A Link) for central office to five STP pairs within LATA for FG-D trunk access (CCS, 64K Clear), with FG-B trunking.

Prepare technical SOW for lease of 1900 radio pager units, and installation of campus terminal. Supervise engineering, installation, and interconnection of three macro cell sites with cellular carrier for wireless access (AMPS). Design, engineer, and install micro-cell technology in multiple multi-story buildings, and interconnect with macro cell sites. Develop interconnection to SS7 network for AIN operations. Engineer, develop, and test mobile cellular data applications in micro and macro cell environments. Develop security enhancements with STP and SCP databases.

Prepared all engineering orders to rehabilitate 35-year-old underground copper telephone cable plant to allow of ISDN PRI applications. Supervise engineering and installation of interconnection with cellular carrier for wireless services. Reduced common carrier operating expenses from $2.8M to 1.2M with modernization. Construction and operation of 45 miles of fiber optic cable backbone for Ethernet LAN/WAN system employing multi-vendor 85 routers, 350 bridges, and 800 repeaters supporting 4,340 local attached PC devices, using DS-1, FDDI, Fiber Channel, HIPPI, and DS-3 circuits. TCP/IP, AppleTalk, NetBEUI, IPX, and SPX used as protocols. UNIX host as domain name server with X.400/X.500 services. FTP, TFTP, Telenet applications. Banyon Vines, Novell NetWare, Microsoft Windows for WorkGroups/NT products employed, with Lotus ccMail. In excess of 400 dialup external modems in pool for remote employee access. Fifteen remote building sites in CONUS attached via TCP/IP with 3,650 devices. Network monitoring center with "sniffer" and LAN analysis tools. Tools employed included SUN SPARC 10, UNIX, C+, ORACLE, DEC VAX 11/75; VMS 11/75; IBM PC (286, 386, 486), Assembler, AUTOCAD R13, C+, MS-DOS 6.22, EXCEL, QUATRO PRO, MS Windows, MS Office, MS Publisher, MS Word, WordPerfect, Oracle, Remedy, IBM 3083, JCL, TSO, COBOL, PL/I.

Financial accountability for all capital projects, and oversight of all secure telecommunications including yearly construction budget $1.1M, with total purchased services budget of $2.1M. Technical management of 10 staff members. Technical oversight for all six campus locations in immediate Brevard area for telecommunications, and eight remote field sites. Technical manager for all inter-exchange carrier matters with ICG, MFS, MCI, AT&T, US Sprint, and COMSAT. Performed consulting duties for entire corporation for telecommunications. Oversee, order facilities based common carrier interconnect (FCC 1), supervise acceptance, bid, and evaluate all telecommunications facilities from LEC's and IXC's valued at $5.4M annually. On-line EDI developed for interconnection with 19 LEC's, 7 RBOC's, 4 IXC's, 2 IRC's, and 12 NECA carriers at an annual savings of $450K.

Development, design and construction of four classified telecommunications projects (value $953M) for U. S. Government delivered on-time, and on-budget. Chief technical consultant on eight current telecommunications contracts worth $1.5B in revenues. Telecommunications programs included:

· design of LAN/WAN for US Department of Commerce, Customs Service, Drug Interdiction National Command Centers;
· design of Federal Emergency Management Agency mobile crisis telecommunications systems;
· design of the secure SIOP telecommunications links for the US Air Force Small ICBM Mobile Launcher;
· design of nine WAN networks for the intelligence community (high bandwidth digital image capture/ analysis)
· design of a transportable telecommunications system for the US Department of Defense Special Forces Command;
· design of LAN technology solution for US Air Force ICARDS effort for real-time intelligence distribution;
· design of a nation-wide telecommunications WAN/LAN network for the US Department of Justice;
· design of a regional telecommunications backbone for a waterway radar control system for the US Coast Guard;
· design of telecommunications infrastructure improvements for the Federal Aviation Administration;
· design of a secure telecommunications systems for the White House Communications Agency;
· technical consulting for the Federal Bureau of Investigation in telecommunications intercept;
· design of secure video teleconferencing network for National Command Authorities;
· technical telecommunications subject matter expert for US Air Force JASORS program;
· design for US Air Force Range Standardization Activity (RSA) LAN network inter-site backbone,
· design for US Department of Justice/FBI National Crime Information Center (NCIC) program.
· consultant to Board of Governors, US Federal Reserve System (disaster planning of FEDWIRE II data backbone).

Telecommunications technologies employed include UHF/VHF/SHF satellite, traditional communications links (copper, coax, fiber optic cable, microwave radio [2,4,6,8, 18, 23 GHz] line of sight), meteor burst telecommunications links, over the horizon RF telecommunications links (VLF, SHF, HF radio), infrared line of sight, LASER line of sight, and spread spectrum techniques (SIGINT/CLANSIG). Requirements include GPS location capabilities world-wide. Software developed included Object Oriented Design (OOD) using a Structured Systems Approach (1.5M lines of code).

Provided to US Government on an ongoing basis as a recognized expert in the detection and interception of digital telecommunications. Serves as member on AITS committees (T1X1, ICCF, ICNA, and CLC), Internet Society IETF, and IEEE 802 committee for Harris. Senior technical consultant for Harris to NTASC.

Technical telecommunications security consultant to TSG WG.

Overall program engineer for Harris Corporation employee medical center located in Melbourne. FL, employing LAN/WAN links for MRI, CAT Scan, Mamo, Xray, Fluoro, Nuclear Medicine, and Xray OCR to capture, store, analyze, display, and transmit medical diagnostic data to several major university medical centers in US. Efforts include total business office automation, dictation, voice telecommunications, computer FAX, billing, accounting, patient management, and scheduling functions for a population of 65,000 individuals. Developer of three patent applications for ISDN switching enhancements to existing Company PBX products currently in development. Management responsibility for System Engineering Development Laboratory. Division Bonus Award in 1985, patent awards in 1986, 1987, 1988, 1989. MDSO Awards (9) for Excellence in Customer Service 1990, 1991, and 1992. Sector Award for Total Quality in 1992, 1993, 1994. Emerging Division New Business Product Line Award in 1994.

1979-84 MCI Corporation, Washington, DC
Development Manager
Managed software, firmware, and hardware research, design, development, testing, and installation for all computer based (IBM 370; VM/370; COBOL, PL/I; DEC 11/75; VM/11; UNIX; C+) fiber and microwave radio transmission (T1, T2, T3) engineering systems [MECCA]. Administrative, salary, policy, and operational authority. Assigned to the development and execution of technical **regulatory** policy with Legal Department, to include direct involvement in US. v. AT&T, and inter-carrier relations. Assigned as troubleshooter for technical network matters. Technical team member for the development of long-range engineering plans for backbone network. Consultant to circuit layout engineering and transmission (T1, T2, T3) planning groups. Developed microwave and fiber optics transmission routes. Technical advisor on specification, development, installation, and operation for toll/tandem central office digital electronic switches (NTI DMS-250) at 20 sites with a combined trunk count over 40,000. Assigned to oversee the technical review and approval of all marketing proposals for network customers. Designed banking check clearing network for Wells Fargo, United Bank of California, Bank of America, Crocker National Bank. Significant item processing and funds transfer applications. Designed data transfer application for Westinghouse, Boeing, Allstate, and IBM. Development of technical analysis programs (IBM 370; VM/370; FORTRAN, JCL/370, TSO). Company Awards in 1979, 1981, 1982, 1983. [Five month sabbatical leave in 1982 to rescue a Midwest Common Carrier in bankruptcy under contract.]

1977 – 79 Long Lines Department Headquarters,
American Telephone & Telegraph Company, Bedminster, NJ
Staff Supervisor

Designed, supervised construction and operation of National Bell System Demonstration Center. Supervised associated data processing center. Directed hardware and software development projects (PDP 11/45; RSX/11; UNIX; PL/I, C, FORTRAN; IBM 370, OS/370, JCL, TSO). Senior technical consultant for digital communications projects. Assigned to national technical response team for all circuit layout problems. Assigned to develop long range planning for integration of voice and data switching/transmission systems. Upgrade

supervision of central offices (Western Electric 4ESS; 1ESS, 5XB) and transmission plant (L, N, O, K, T1, T1/OS, T1C). Designed data communications networks for VISA International, CitiBank, Eastern Airlines, United Airlines, PhotoMat Corporation, Merrill Lynch, United Press International, National Broadcasting Company, American Broadcasting Company, and Columbia Broadcasting Company. Developed financial data transmission plan for US. Federal Reserve System. Outside and inside plant construction experience. Participated as technical advisor and expert in legal/**regulatory** matters. Assigned to engineer certain critical U. S. Government networks, US Department of Defense.

1976-77 Kollmorgan Corporation, MacBeth Division, Newburgh, NY
Project Engineer
Designed, developed, tested real-time software, firmware, and hardware for microprocessor (8008; Assembler) applications involving high-speed communications. System software (DEC PDP 11; RT/11; Assembler) and prototyping duties.

1971- 76 Michigan State University, Department of Chemistry, East Lansing, MI
Systems Programmer
Responsible for the design, development, and implementation of real-time microcomputer (DEC PDP 8 OS/8) data acquisition and analysis systems. Central mainframe computer development duties. Designed, implemented wide band (56KBS) coaxial data communications network. Hardware, software, firmware design duties. Mainframe programming duties (CDC 6500; FORTRAN; COBOL; Assembler). Developed high-speed communications software, firmware, and hardware for client firms (DEC PDP 11; RT/11; FORTRAN, Assembler). Prepared customer proposals.

PROFESSIONAL
Professional Engineering License (TX, Application Made 2001; Electrical and Software Engineering Disciplines)

GOVERNMENT:
President's National Security Telecommunications Advisory Committee (NSTAC), Advisor (1989-2000)
President's Commission on Critical Infrastructure Protection,
Technical Expert Consultant (1996-1999)
Security Clearances TS/SCI, CI/ISSA/Full Life Style Poly (Staff Access), EBI/ESI, SAP/SAR

PATENTS
1 Issued (1985), U.S. Government Classified Telecommunications Technology
2 Pending (1995) Applications (Harris), ISDN and Switching Technology
1 Pending (1998) Application (GTE), SS7 Technology

STANDARDS:
ANSI T1, Exchange Carriers Standards Association (1986-1989)
Voting Member for Harris Corporation
ANSI T1, Alliance for Telecommunications Industry Solutions (ATIS), T1X1 (1995-2001) Member, GTE
ATIS, Carrier Liaison Committee (CLC), Industry Carriers Compatibility Forum

(ICCF),
Industry Numbering Committee, (INC), Voting Member, (1992-1998)
Internet Society, Internet Engineering Task Force (IETF), Member (1990-)
IEEE Computer Society, 802.14 Cable TV Protocol Standard Committee, Observer (1995-)
SONET IF, Observer (1998-)

EDUCATION:
BS Chemistry/BS Computer Science, Michigan State University (1974, 1975)
MS (Degree Candidate) Telecommunications Management, University of Maryland

PUBLICATIONS:
15 Articles and 6 Invited Speeches (1985- Present)

MEMBERSHIPS:
Institute of Electrical and Electronic Engineers (IEEE),
Senior Member (elected 1983); Member (1979-)
New York Academy of Science, Member (1976-)
National Emergency Number Association, Voting Member (1998-)
Association for Computing Machinery (ACM), Member (1974-)
American Chemical Society (ACS), Member (1974-)
National Fire Protection Association (NFPA), Voting Member-Electrical Codes (1990-)
Building Industry Consulting Service International, Member (BISCI) (1990-)
Registered Communications Distribution Designer (RCDD), #93095, #96482, #991201, #021631
Association of Old Crows, Member (1986-)
Society of Cable Telecommunications Engineers, Member (1997-)
American Institute of Plant Engineers (AIPE), Member (1990-)
American Radio Relay League (ARRL), Life Member (1962-)
Federal Communications Commission, WB8FFC (1962-), RadioTelephone (1972-);
Admission to Practice (1981-)
Michigan State University Alumni Association, Life Member:
Lyman Briggs College Alumni Association (1975-)
American Mensa (1975-) [by ACT/SAT examination]

Additional Information:

Employment Type: full time
Job Category: Telecom Hardware
Job Title: Engineering
Job Level: Director
Years of Experience: 24
Education Level: Masters **GPA:** 3.2
Employment Status: Employed
Job Search Status: Actively looking for a new position
Relocation: Yes
RelocationArea: Location open.